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*Mary Louise Garcia*

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Submitter: SIMPLIFILE

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

**AMENDMENT TO OIL AND GAS LEASE**

THE STATE OF TEXAS

§

§

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TARRANT

§

WHEREAS, on **March 24th, 2008**, an Oil and Gas Lease was entered into by and between **Wagenheim, Howard Etux Isabel**, whose address is 2103 Chalice Rd., Arlington, Texas 76014, herein called ("Lessor," whether one or more), and **Paloma Barnett, LLC**, whose address is 1021 Main Street, Suite 2600, Houston, Texas 77002, herein called ("Lessee," whether one or more); which is recorded in the Official Public Records of Tarrant County, Texas as **D208154896**; and,

WHEREAS, Paloma Barnett, L.L.C. assigned all of its right, title and interest in and to the lease to Chesapeake Exploration, L.L.C., an Oklahoma limited liability company, whose address is 6100 North Western Avenue, Oklahoma City, Oklahoma 73118; and,

WHEREAS, Total E&P USA, Inc., whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the aforementioned Lease; and,

WHEREAS, the Lessor(s), Chesapeake Exploration, L.L.C. and Total E&P USA, Inc., their successors and/or assigns, desires to revive and amend said Oil and Gas Lease as set forth below:

The Lease states that the land covered thereby (the "leased premises") is described as follows:

**0.23699999999999999 acres of land, more or less, also being know as Blk F Lot 18, of the Knottingham Addition, an addition to the City of Arlington, Tarrant County, Texas, out of the J.W. Corbelt Survey, Abstract Number 607 Tarrant County, Texas, and amendments thereof, including streets, easements, and alleyways adjacent thereto, and any riparian rights.**

NOW THEREFORE, in consideration of the leased premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned do hereby amend the Oil and Gas Lease as follows:

The PROPERTY DESCRIPTION within the said Oil and Gas Lease as referenced above, filed in the Official Public Records of Tarrant County, Texas is deleted in its entirety and substituted with the following Property Description:

**0.2369 acres, more or less, situated in the John W. Gorbett Survey, A-607, and being Lot 18, Block F, of Knottingham Addition, an addition to the City of Arlington, Tarrant County, Texas, according to the map or plat thereof recorded in Volume 386-56, Page 29, Plat Records, Tarrant County Texas.**

WHEREAS, the Lessor hereby grants and leases the Lease Premises to the Lessee on the terms and conditions set forth in the Lease, as amended hereby, and the Lessor hereby revives, adopts, ratifies and confirms the Lease, as amended hereby, and agrees that the Lease, as amended hereby is a valid and subsisting lease in full force and effect in accordance with its terms and provisions, as amended; and,

Lessor(s) does hereby adopt, ratify and confirm the Lease, as amended hereby, and does hereby stipulate that the Lease remains in full force and effect. Insofar as is necessary, Lessor(s) does hereby lease, let, and demise to Lessee, its successors and assigns, the lands covered by the Lease, pursuant to the terms and provisions of the Lease.

In the event of a conflict between the provisions contained in this instrument and any other provisions contained in the Lease, the provisions contained in this instrument shall prevail to the extent of such conflict; in all other respects the Lease shall remain in full force and effect.

This instrument may be executed in multiple counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, this instrument is hereby made effective as of the 24th day of March, 2008, regardless of the actual date of execution and acknowledgment by any or all of the parties constituting the Lessor(s) herein.

Lessor:

By: Howard Wagenheim  
Howard Wagenheim

By: Isabel Wagenheim  
Isabel Wagenheim

Lessee(s):

**CHESAPEAKE EXPLORATION, L.L.C.**

By: \_\_\_\_\_  
Henry J. Hood, Sr. Vice President  
Land and Legal & General Counsel

**TOTAL E&P USA, INC.,** a Delaware corporation

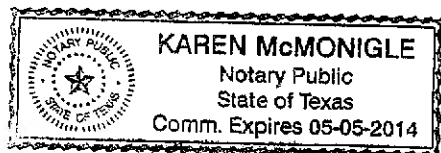
By: \_\_\_\_\_

## ACKNOWLEDGMENTS

STATE OF TEXAS §

COUNTY OF TARRANT §

This foregoing instrument was acknowledged before me on the 5<sup>th</sup> day of April 2011, by Howard Wagenheim.

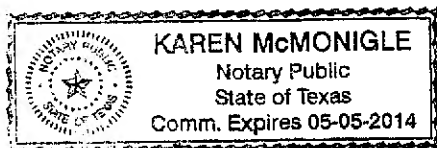


Karen McMonigle  
Notary Public, State of Texas

STATE OF TEXAS §

COUNTY OF TARRANT §

This foregoing instrument was acknowledged before me on the 5<sup>th</sup> day of April 2011, by Isabel Wagenheim.



Karen McMonigle  
Notary Public, State of Texas

ACKNOWLEDGMENTS

STATE OF \_\_\_\_\_ §  
COUNTY OF \_\_\_\_\_ §

The foregoing instrument was acknowledged before me on the \_\_\_\_\_ day of \_\_\_\_\_, 2011, by **Henry J. Hood, Sr. Vice President – Land and Legal & General Counsel**, on behalf of **CHESAPEAKE EXPLORATION, L.L.C.**

\_\_\_\_\_  
Notary Public in and for The State of \_\_\_\_\_

STATE OF \_\_\_\_\_ §  
COUNTY OF \_\_\_\_\_ §

The foregoing instrument was acknowledged before me on the \_\_\_\_\_ day of \_\_\_\_\_, 2011, by \_\_\_\_\_ of **TOTAL E&P USA, INC.**, a Delaware corporation, as the act and deed and behalf of such corporation.

\_\_\_\_\_  
Notary Public in and for The State of \_\_\_\_\_